

**MINUTES OF REGULAR MEETING - RIVERBOAT
OPEN SESSION
December 14, 2016
ILLINOIS GAMING BOARD
Chicago, ILLINOIS**

On Wednesday, December 14, 2016 a Regular Meeting - Riverboat of the Illinois Gaming Board ("Board") was held on the 5th floor at 160 N. LaSalle at the Michael J. Bilandic Building, Chicago, Illinois at 9:12 A.M. Present were the following: Chairman Don Tracy, Members Hector Alejandro, Member Dee Robinson, Member Steve Dolins and Member Thomas Dunn.

APPROVAL OF OPEN SESSION MINUTES:

Member Dunn moved that the Board approve the open session minutes from its Regular Meeting of November 3, 2016. Member Dolins seconded the motion. The motion passed unanimously by roll call vote.

Final Consideration

(Board Action / Vote Required)

- **Penn National Gaming, Inc. – Request to Refinance Current Credit Facility**

Member Dolins moved that the Board approve the refinancing transaction request submitted by **Penn National Gaming, Inc.** to allow Alton Casino, LLC; HC Aurora, LLC; and HC Joliet, LLC to be attached as subsidiary guarantors of a credit facility refinancing, if issued, of up to \$1.5 billion, subject to final approval by the Administrator. Member Dunn seconded the motion. The Board approved the motion unanimously by roll call vote.

- **Midwest Gaming and Entertainment, LLC – d/b/a Rivers Casino – Refinancing**

Member Dolins moved pursuant to Section 230(d) of the Board's Adopted Rules to approve the refinancing of Midwest Gaming & Entertainment, LLC debt through a new senior credit facility of Midwest Gaming Borrower, LLC, consisting of a \$525 million term loan and a \$90 million revolving credit facility, consistent with the transaction documents provided to the Board.

Member Dolins moved that pursuant to Section 235(b) of the Board's Adopted Rules to approve the pledge of certain collateral pursuant to the Security Documents to be entered into by Midwest Gaming Borrower, LLC as borrower and guarantor, by Midwest Gaming Mezzanine, L.P. as pledgor, and by Midwest Gaming & Entertainment, LLC, Midwest Gaming Finance Corp. and Devon Parcel, LLC as guarantors; including the Pledge and Security Agreement, Equity Pledge Agreement, Subsidiary Guaranties and Mortgage, consistent with the transaction documents provided to the Board.

Member Dolins moved to approve Midwest Gaming Borrower, LLC's use of one or more swap agreements for all or a portion of the contemplated debt.

Member Dolins further moved to delegate to the Administrator final approval of the financing documents as long as the terms and conditions therein do not materially change. Member Dunn seconded the motion. The Board approved the motion unanimously by roll call vote.

- **Midwest Gaming and Entertainment, LLC – d/b/a Rivers Casino – Jillian N. Wilcox, Vice President of Finance – Level 1 License**

Member Robinson moved that the Board approve **Jillian N. Wilcox** as a Level One Occupational Licensee in her position as Vice President of Finance for Midwest Gaming and Entertainment, LLC d/b/a Rivers Casino. Member Alejandre seconded the motion. The Board approved the motion unanimously by roll call vote.

- **Midwest Gaming and Entertainment, LLC – d/b/a Rivers Casino – Joshua J. San Salvador, Assistant General Manager – Level 1 License**

Member Robinson moved that the Board find **Joshua J. San Salvador** suitable as a Level One Occupational Licensee in his position as Assistant General Manager for Midwest Gaming and Entertainment, LLC d/b/a Rivers Casino. Member Alejandre seconded the motion. The Board approved the motion unanimously by roll call vote.

SUPPLIER LICENSEE ITEMS

Final Consideration (Board Action / Vote Required)

- **Gaming Partners International USA, Inc. – Supplier License Renewal**

Member Alejandre moved that the Board approve the renewal of the supplier license of **Gaming Partners International USA, Inc.** for a period of four (4) years, retroactive to July 2016, expiring in July, 2020, and authorize the Administrator to issue a warning to the company regarding three recent issues with playing cards. Member Dunn seconded the motion. The Board approved the motion unanimously by roll call vote.

OCCUPATIONAL LICENSEE ITEMS

Approvals and Denials – Level 2 and Level 3 Licenses

Member Alejandre moved to find suitable and approve **57 Level 2** occupational licenses, and **127 Level 3** occupational licenses. Member Robinson seconded the motion. The Board approved the motion unanimously by roll call vote.

DISCIPLINARY ACTIONS

Member Dolins moved that the Board issue a Disciplinary Complaint against **Patriot Gaming & Electronics, Inc.** fining the licensee **\$5,000.00** for failing to timely file its supplier license annual update, said action to take effect 21 days from the date of service of the Complaint, unless an Answer to the Complaint is properly filed within that time

frame. Member Dunn seconded the motion. The Board approved the motion unanimously by roll call vote.

Member Robinson moved that the Board rescind disciplinary complaint **DC-16-33** issued against **The United States Playing Card Company** at the October 2016 meeting, and authorize the Administrator to issue a warning to the company regarding the recent playing cards issue. Member Alejandro seconded the motion. The Board approved the motion unanimously by roll call vote.

Member Dunn moved to delegate to the Administrator the authority to execute a settlement agreement with **Casino Queen, Inc., related to DC-16-37** issued at the November 2016 meeting. Member Dolins seconded the motion. The Board approved the motion unanimously by roll call vote.

At 9:27 A.M. Member Dunn motioned to adjourn and Member Robinson seconded the motion. All Members voted in favor of adjournment.

Respectfully submitted,
Mary C. Boruta
Secretary to the Administrator